

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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Chapter 11

In re :  
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
Debtor : Jointly Administered

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OBJECTION OF CREDITOR F&G TOOL & DIE CO. INC. TO MOTION FOR  
ORDER PURSUANT TO 11 U.S.C. §§105 (a) AND 502( c ) ESTIMATING OR  
PROVISIONALLY ALLOWING CLAIM SOLELY FOR PURPOSES OF  
ADMINISTRATION OF DISCOUNT RIGHTS OFFERING TO EXTENT RELATING  
TO PROPOSED DISCOUNT RIGHTS OFFERING PARTICIPATION AMOUNT

Now comes Creditor F&G Tool and Die Co. Inc. . (“F&G Tool”) and hereby objects to the Motion for Order Pursuant to 11 U.S.C. §§105(a) and 502( c ) Estimating or Provisionally Allowing Claim Solely for Purposes of Administration of Discount Rights Offering filed by Debtors on December 28, 2007. Specifically, F&G Tool objects to the proposed discount rights offering participation amount proposed with respect to its claim to the extent that it may be \$0.00. F&G Tool does not object to the proposed estimation procedure itself as set forth in Debtors’ Motion.

In support of its Objection, F&G states the following:

1. F&G Tool was listed as an unsecured creditor in Schedule F in Case No. 05-44640 (Delphi Automotive Systems LLC) in the amount of \$144,434.01.
2. On information and belief, it does not appear that Debtors have proposed a Discount Rights Offering Participation Amount with respect to F&G Tool. Since F&G Tool is not included in Exhibit 1 to the above referenced Motion and, upon information and belief, it has not received a Notice proposing a specific discount rights offering participation amount, F&G Tool assumes that the proposed amount is \$0.00. If this is the case, F&G Tool objects to such discount

rights participation amount, and asserts that the correct amount is \$145,739.73 as set forth in the documentation attached hereto and incorporated herein as Exhibit A.

3. F&G Tool does not object to the proposed estimation procedure itself, but rather, objects to the proposed discount rights participation amount as described above.

Accordingly, F&G Tool respectfully requests that the Court sustain this Objection with respect to the proposed discount rights participation amount relating to F&G Tool and order that the proposed discount rights participation amount be set at \$145,739.73 for F&G Tool.

Respectfully submitted,

/s/Paul H. Spaeth

Paul H. Spaeth (Ohio Regist. No. 0010524)  
(Motion for Admission to Practice Pro Hac  
Vice Pending)

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#### CERTIFICATE OF SERVICE

Undersigned counsel hereby certifies that a true and accurate copy of the foregoing Objection of Creditor F&G Tool & Die Co. Inc. to Motion for Order Pursuant to 11 U.S.C. §§105(a) and 502 ( c ) Estimating or Provisionally Allowing Claim Solely for Purposes of Administration of Discount Rights Offering to Extent Relating to Proposed Discount Rights Offering Participation Amount was served electronically through the Court's electronic transmission facilities upon those parties receiving such service in this case and by ordinary United States mail service this 9<sup>th</sup> day of January, 2008 upon the following:

Honorable Robert D. Drain  
United States Bankruptcy Judge  
United States Bankruptcy Court  
for the Southern District of New York  
One Bowling Green, Room 610  
New York, New York 10004

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/s/Paul H. Spaeth  
Paul H. Spaeth